



ATTORNEYS AT LAW  
www.margolisedelstein.com

**SOUTH NEW JERSEY OFFICE:\***  
SENTRY OFFICE PLAZA  
216 HADDON AVENUE, 2ND FLOOR  
P.O. Box 92222  
WESTMONT, NJ 08108  
856-858-7200  
FAX 856-858-1017

**NORTH NEW JERSEY OFFICE:**  
CONNELL CORPORATE CENTER  
THREE HUNDRED CONNELL DRIVE  
SUITE 6200  
BERKELEY HEIGHTS, NJ 07922  
908-790-1401  
FAX 908-790-1486

**PHILADELPHIA OFFICE:\***  
THE CURTIS CENTER, 4TH FLOOR  
601 WALNUT STREET  
INDEPENDENCE SQUARE WEST  
PHILADELPHIA, PA 19106-3304  
215-922-1100  
FAX 215-922-1772

**HARRISBURG OFFICE:\***  
3510 TRINDE ROAD  
CAMP HILL, PA 17011  
717-975-8114  
FAX 717-975-8124

**PITTSBURGH OFFICE:**  
525 WILLIAM PENN PLACE  
SUITE 3300  
PITTSBURGH, PA 15219  
412-281-4256  
FAX 412-642-2380

**SCRANTON OFFICE:**  
220 PENN AVENUE  
SUITE 305  
SCRANTON, PA 18503  
570-342-4231  
FAX 570-342-4841

**CENTRAL PENNSYLVANIA OFFICE:**  
P.O. Box 628  
HOLLIDAYSBURG, PA 16648  
814-695-5064  
FAX 814-695-5066

**DELAWARE OFFICE:**  
750 SHIPYARD DRIVE  
SUITE 102  
WILMINGTON, DE 19801  
302-888-1112  
FAX 302-888-1119

\* MEMBER OF THE HARMONIE GROUP

U.S. BANKRUPTCY COURT

FILED

CAMDEN, NJ

Jeanine D. Clark, Esq.

Direct Dial: 856.869.6734

08 JUL - 8 PM 12 08  
jeanine.d.clark@margolisedelstein.com

JAMES J. WALDRON

BY: BJM

DEPUTY CLERK

July 2, 2008

30500.1-00028

Clerk, United States Bankruptcy Court  
District Court of New Jersey  
400 Cooper Street  
Camden, NJ 08101

**Re: In re: Shapes/Arch Holdings, LLC, et al.**  
**Case No.: 08 - 14631**

Dear Sir/Madam:

The undersigned represents the interests of creditor, Shaw Alloy Piping Products, Inc., i/p/a Alloy Piping Products in connection with the above-matter. I was advised by your office that as I do not regularly practice in the Bankruptcy Court, I would be permitted to file limited documents via regular mail. Enclosed for filing please find Creditor, Shaw Alloy Piping Products, Inc.'s objection to Debtors' Motion to Disallow claims for contribution and in the alternative the estimate claims. Kindly return the extra copy marked "filed" in the envelope provided for that purpose.

Should you have any questions or require additional information, please feel free to contact me. Thank you for your attention to this matter.

Very truly yours,

MARGOLIS EDELSTEIN

BY: Jeanine D. Clark  
Attorney ID No.: JC6616

JDC:pm  
Enclosure

cc: Honorable Gloria M. Burns  
Jerrold N. Poslusny, Esquire  
All Counsel of Record in the Bankruptcy Matter (Via E-mail Only)  
All Liaison Counsel in the Pennsauken Landfill Litigation



ATTORNEYS AT LAW  
www.margolisedelstein.com

**SOUTH NEW JERSEY OFFICE:\***  
SENTRY OFFICE PLAZA  
216 HADDON AVENUE, 2ND FLOOR  
P.O. Box 92222  
WESTMONT, NJ 08108  
856-858-7200  
FAX 856-858-1017

**NORTH NEW JERSEY OFFICE:**  
CONNELL CORPORATE CENTER  
THREE HUNDRED CONNELL DRIVE  
SUITE 6200  
BERKELEY HEIGHTS, NJ 07922  
908-790-1401  
FAX 908-790-1486

**PHILADELPHIA OFFICE:\***  
THE CURTIS CENTER, 4TH FLOOR  
601 WALNUT STREET  
INDEPENDENCE SQUARE WEST  
PHILADELPHIA, PA 19106-3304  
215-922-1100  
FAX 215-922-1772

**HARRISBURG OFFICE:\***  
3510 TRINDELL ROAD  
CAMP HILL, PA 17011  
717-975-8114  
FAX 717-975-8124

**PITTSBURGH OFFICE:**  
525 WILLIAM PENN PLACE  
SUITE 3300  
PITTSBURGH, PA 15219  
412-281-4256  
FAX 412-642-2380

**SCRANTON OFFICE:**  
220 PENN AVENUE  
SUITE 305  
SCRANTON, PA 18503  
570-342-4231  
FAX 570-342-4841

**CENTRAL PENNSYLVANIA OFFICE:**  
P.O. Box 628  
HOLLIDAYSBURG, PA 16648  
814-695-5064  
FAX 814-695-5066

**DELAWARE OFFICE:**  
750 SHIPYARD DRIVE  
SUITE 102  
WILMINGTON, DE 19801  
302-888-1112  
FAX 302-888-1119

U.S. BANKRUPTCY COURT  
FILED  
CAMDEN, NJ  
08 JUL - 2 PM 12: 06

Jeanine D. Clark, Esq.  
Direct Dial: 856.869.6734  
clark@margolisedelstein.com

JAMES J. WALDRON  
BY: BJM  
DEPUTY CLERK

July 2, 2008

30500.1-00028

Honorable Gloria M. Burns  
District Court of New Jersey  
400 Cooper Street  
Camden, NJ 08101

**Re: In re: Shapes/Arch Holdings, LLC, et al.**  
**Case No.: 08 - 14631**

Dear Judge Burns:

The undersigned represents the interests of Creditor, Shaw Alloy Piping Products, Inc. i/p/a Alloy Piping Products, in connection with the above-matter. Kindly accept the following letter brief in lieu of a more formal objection to the Debtors' motion to disallow claims for contribution and in the alternative to estimate claims. Shaw Alloy Piping Products, Inc. is a third-party defendant in an environmental action venued in the Superior Court of New Jersey, Camden County, Law Division docketed as Pennsauken Solid Waste Management Authority, et al. v. Ward Sand Materials Co., Inc., et al., Docket No. CAM-L-13345-91 (hereinafter referred to as the "Pennsauken Litigation"). Shaw Alloy Piping Products has pled cross-claims against its fellow with third-party defendants and defendants in the Pennsauken Litigation. Further, the plaintiffs in the Pennsauken Litigation have brought the underlying litigation pursuant to the New Jersey Spill Compensation and Control Act, N.J.S.A. 58:10-23.11, et seq. which itself, provides a private right of contribution

30500.1-0028  
Judge Burns  
July 2, 2008  
Page 2

amongst alleged tortfeasors. Shaw Alloy Piping filed Proofs of Claims, attached hereto as Exhibit A.

As outlined in the objections filed on behalf of Combustion Engineering, Inc. and A. Mariani's Sons, Inc., Aluminum Shapes' potential liabilities in the Pennsauken Litigation arise not only out of its disposal of waste at the site but by virtue of the fact that it is an adjacent property owner whose use of its own site is alleged to have contributed to the contamination at the Pennsauken Landfill.

Shaw Alloy Piping Products, Inc. is a participant in the third-party defendant liaison counsel group and as such, has expended funds to pay liaison counsel fees in addition to ordinary defense costs. Shaw Alloy Piping Products, Inc. has further expended sums in the defense of this matter which include retention of an expert. Shaw Alloy Piping Products, Inc. was required to expend these sums in the Pennsauken Litigation as a consequence of being joined as a third-party defendant and asserts that, its cross-claims against Shapes/Arch Holdings, LLC are no less contingent than those of A. Mariani's Sons, Inc. Accordingly, for the reasons set forth in A. Mariani's Sons, Inc.'s opposition, the claims of creditor, Shaw Alloy Piping Products, Inc. i/p/a Alloy Piping Products should not be disallowed or limited in any respect.

Shaw Alloy Piping Products, Inc. i/p/a Alloy Piping Products, Inc. submits, that in the alternative, its claims against the insurers and claims to the proceeds of any of the Debtors' insurance policies must be preserved. It is well established that the proceeds of any insurance policy remain an asset of the bankrupt's estate. See, First Fidelity Bank v. McAteer, 985 F.2d 114 (3d Cir.

30500.1-0028  
Judge Burns  
July 2, 2008  
Page 3

1993). Notwithstanding the protection of a debtor offered by the bankruptcy code, the insurance assets are nevertheless available to creditors or tort claimants for satisfaction of their claims. Moslimani v. Union Valley Corp., 271 N.J. Super. 147 (Law. Div. 1993). Accordingly, any Order entered by the Court which in any way disallows the claims of Alloy Piping Products, Inc. pursuant to Section 502(e) must expressly preserve Alloy Piping Products, Inc.'s right to recover from the Debtors' insurers.

Respectfully Submitted,

MARGOLIS EDELSTEIN  
Attorneys for Creditor,  
Shaw Alloy Piping Products, Inc. i/p/a Alloy Piping  
Products, Inc.

BY:   
Jeanine D. Clark  
Attorney ID No.: JC6616

JDC:pm

cc: Jerrold N. Poslusny, Esquire  
All Liaison Counsel of Record in the Bankruptcy Matter (Via E-mail Only)  
All Liaison Counsel in the Pennsauken Landfill Litigation



B 10 (Official Form 10) (12/07)

UNITED STATES BANKRUPTCY COURT		U.S. BANKRUPTCY COURT FILED CAMDEN, NJ	PROOF OF CLAIM
Name of Debtor: Shapes/Arch Holdings, LLC		Case Number: 08-14631	
NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.			
Name of Creditor (the person or other entity to whom the debtor owes money or property): Shaw Alloy Piping Products, Inc. /t/a Alloy Piping Products		JAMES P. MATTISON DEPUTY CLERK	
Name and address where notices should be sent:  Jeanine D. Clark, Esquire, Margolis Edelstein, 216 Haddon Avenue, Sentry Office Building, P.O. Box 92222, Westmont, NJ 08108		Check this box to indicate that this claim amends a previously filed claim. Court Case Number: _____ (If known)	
Telephone number: (856) 858-7200		Filed on: _____	
Name and address where payment should be sent (if different from above):   Telephone number:		<input type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input type="checkbox"/> Check this box if you are the debtor or trustee in this case.	
<b>1. Amount of Claim as of Date Case Filed:</b> \$ _____  If all or part of your claim is secured, complete item 4 below; however, if all of your claim is unsecured, do not complete item 4.  If all or part of your claim is entitled to priority, complete item 5.  <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of claim. Attach itemized statement of interest or charges.		<b>5. Amount of Claim Entitled to Priority under 11 U.S.C. §507(a).</b> If any portion of your claim falls in one of the following categories, check the box and state the amount.  Specify the priority of the claim.	
<b>2. Basis for Claim:</b> <u>Cross-claims in litigation</u> (See instruction #2 on reverse side.)		<input type="checkbox"/> Domestic support obligations under 11 U.S.C. §507(a)(1)(A) or (a)(1)(B).	
<b>3. Last four digits of any number by which creditor identifies debtor:</b> <u>N/A</u>		<input type="checkbox"/> Wages, salaries, or commissions (up to \$10,950*) earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier – 11 U.S.C. §507(a)(4).	
<b>4. Secured Claim</b> (See instruction #4 on reverse side.) Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information.  <b>Nature of property or right of setoff:</b> <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other <b>Describe:</b>		<input type="checkbox"/> Contributions to an employee benefit plan – 11 U.S.C. §507(a)(5).	
<b>Value of Property:</b> \$ _____ <b>Annual Interest Rate:</b> %  <b>Amount of arrearage and other charges as of time case filed included in secured claim,</b>  <b>If any:</b> \$ _____ <b>Basis for perfection:</b> _____		<input type="checkbox"/> Up to \$2,425* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use – 11 U.S.C. §507(a)(7).	
<b>Amount of Secured Claim:</b> \$ _____ <b>Amount Unsecured:</b> \$ _____		<input type="checkbox"/> Taxes or penalties owed to governmental units – 11 U.S.C. §507(a)(8).	
<b>6. Credits:</b> The amount of all payments on this claim has been credited for the purpose of making this proof of claim.		<input type="checkbox"/> Other – Specify applicable paragraph of 11 U.S.C. §507(a) _____  <b>Amount entitled to priority:</b> \$ _____	
<b>7. Documents:</b> Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. You may also attach a summary. Attach redacted copies of documents providing evidence of perfection of a security interest. You may also attach a summary. (See definition of "redacted" on reverse side.)		<i>*Amounts are subject to adjustment on 4/1/10 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.</i>	
<b>DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.</b>			
<b>If the documents are not available, please explain:</b>			
Date: _____	<b>Signature:</b> The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any.		FOR COURT USE ONLY

*Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.*

*J. D. Clark*

**UNITED STATES BANKRUPTCY COURT**

U.S. BANKRUPTCY COURT OF NEW JERSEY  
FILED  
CAMDEN, N.J.

Name of Debtor: Shapes, LLC	Case Number: 08-14632
NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.	
Name of Creditor (the person or other entity to whom the debtor owes money or property): Shaw Alloy Piping Products, Inc. /p/a Alloy Piping Products	
Name and address where notices should be sent: Jeanine D. Clark, Esquire, Margolis Edelstein, 216 Haddon Avenue, Sentry Office Building, P.O. Box 92222, Westmont, NJ 08108	
Telephone number: (856) 858-7200	
Name and address where payment should be sent (if different from above):   Telephone number:	
<p><input type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.</p> <p><input type="checkbox"/> Check this box if you are the debtor or trustee in this case.</p>	
<p><b>1. Amount of Claim as of Date Case Filed:</b> \$ _____</p> <p>If all or part of your claim is secured, complete item 4 below; however, if all of your claim is unsecured, do not complete item 4.</p> <p>If all or part of your claim is entitled to priority, complete item 5.</p> <p><input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of claim. Attach itemized statement of interest or charges.</p> <p><b>2. Basis for Claim:</b> <u>Cross-claims in litigation</u> (See instruction #2 on reverse side.)</p> <p><b>3. Last four digits of any number by which creditor identifies debtor:</b> <u>N/A</u></p> <p><b>3a. Debtor may have scheduled account as:</b> <u>N/A</u> (See instruction #3a on reverse side.)</p> <p><b>4. Secured Claim</b> (See instruction #4 on reverse side.) Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information.</p> <p>Nature of property or right of setoff: <input type="checkbox"/> Real Estate    <input type="checkbox"/> Motor Vehicle    <input type="checkbox"/> Other Describe: Value of Property: \$ _____ Annual Interest Rate ____ % Amount of arrearage and other charges as of time case filed included in secured claim, if any: \$ _____ Basis for perfection: _____ Amount of Secured Claim: \$ _____ Amount Unsecured: \$ _____</p> <p><b>6. Credits:</b> The amount of all payments on this claim has been credited for the purpose of making this proof of claim.</p> <p><b>7. Documents:</b> Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. You may also attach a summary. Attach redacted copies of documents providing evidence of perfection of a security interest. You may also attach a summary. (See definition of "redacted" on reverse side.)</p> <p><b>DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.</b></p> <p>If the documents are not available, please explain:</p>	
Date: _____	Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any.
FOR COURT USE ONLY	

**Penalty for presenting fraudulent claim:** Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.